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**BASIC AMENDMENT**  
**BERKELEY CONSULTING, INC.**

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ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION OF  
BERKELEY CONSULTING, INC.  
a Florida corporation

Pursuant to the provisions of the applicable Florida Statutes, the undersigned adopts the following Articles of Amendment to its Articles of Incorporation:

- (1) That Article VIII of the Articles of Incorporation of BERKELEY CONSULTING, INC. a Florida corporation, is hereby amended as follows:

ARTICLE VIII

The names and addresses of the initial members of the Board of Directors are:

Vincent L. Berkeley, Jr.  
9220 Heydon Hall Circle  
Charlotte, NC 28210

Shirley J. Berkeley  
9220 Heydon Hall Circle  
Charlotte, NC 28210

- (2) The foregoing amendment was approved by a sufficient number of shareholders in every voting group entitled to vote on the amendment.
- (3) The foregoing Amendment was adopted by the Board of Directors and Shareholders of the corporation on the 32<sup>nd</sup> day of October, 2005.

Berkeley Consulting, Inc.  
a Florida corporation

By:

  
Vincent L. Berkeley, President

Attest:

  
Shirley J. Berkeley, Secretary